

RECORDATION NO. 18747-A FILED

AUG 1 '97 4-40PM

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ELIAS C. ALVORD (1942)  
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OF COUNSEL  
URBAN A. LESTER

July 31, 1997

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Termination and Release of Lease Agreement, dated July 31, 1997, secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease Agreement, which was previously filed with the Commission under Recordation Number 18747.

The name and address of the party to the enclosed document are:

Secured Party: Banc One Leasing Corporation  
1111 Polaris Parkway  
Suite A 3  
Columbus, Ohio 43240

A description of the railroad equipment being excluded from the Lease is set forth on Schedule A-1 attached thereto.

*Counterparts -*  
*Edmund Lin*

Mr. Vernon A. Williams  
July 31, 1997  
Page 2

Also enclosed is a check in the amount of \$24.00 payable to the order of the  
Surface Transportation Board covering the required recordation fee.

Kindly return one stamped copy of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in cursive script, appearing to read "Robert W. Alvord", followed by a stylized flourish or date "88".

Robert W. Alvord

RWA/bg  
Enclosures



RECORDATION NO.

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# TERMINATION AND RELEASE OF LEASE AGREEMENT

AUG 1 '97

4-40PM

The undersigned, Banc One Leasing Corporation, for good and valuable consideration, the receipt and sufficiency of which is acknowledged, hereby terminates, releases and discharges its security interest in and to the railway cars described on Schedule A attached hereto.

Such security interest was granted pursuant to that certain Memorandum of Lease Agreement, dated as of March 11, 1994 between Sperry Rail, Inc. and Banc One Leasing Corporation, recorded with the Interstate Commerce Commission on March 28, 1994 under Recordation Number 18747.

Dated this 31st day of July, 1997.

BANC ONE LEASING CORPORATION

By

Name: H. Clifton Gottwals, Jr.  
Title: Senior Vice President

STATE OF OHIO )  
 ) ss.  
COUNTY OF Franklin )

On this 31st day of July, 1997, before me, a Notary Public of the County and State aforesaid, personally appeared H. Clifton Gottwals, Jr., to me personally known, who being by me duly sworn, says that he is a Senior Vice President Of Banc One Leasing Corporation, that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that he execution of the foregoing instrument was the free act and deed of said corporation.

WITNESS my hand and notarial seal.



LAURA A. NOBLE  
NOTARY PUBLIC, STATE OF OHIO  
MY COMMISSION EXPIRES OCT. 15, 2001

Laura A. Noble  
Notary Public

My commission expires:

Sperryterm.egr

Non Ent. 00732



BANC ONE LEASING CORPORATION  
SCHEDULE A-1 EQUIPMENT LEASED HEREUNDER

QUANTITY DESCRIPTION PAGE 1

- 8 ULTRASONIC HIGHWAY-RAIL (HI-RAIL) DETECTION CAR MOUNTED ON A FORD CHASSIS AND INCLUDING ULTRASONIC TESTING EQUIPMENT.

<u>SRS CAR #</u>	<u>VIN #</u>
802	R71UVJA8151
804	1FDXR72A8LVA17053
805	1FDXR72AXLVA17054
806	1FDNH70H18VJ38148
807	1FDWR70U8FVA30432
808	1FDXR72C4PVA08020
809	1FDXR72C8PVA08019
810	1FDXR72C6PVA08018

- 27 SELF PROPELLED RAIL BOUND CARS, INCLUDING INDUCTION AND ULTRASONIC TESTING EQUIPMENT.

SRS CAR #

118	127	134	141	147
119	128	135	142	149
123	129	136	143	403
124	130	137	144	
125	131	138	145	
126	132	139	146	

TOGETHER WITH ALL ATTACHMENTS, ADDITIONS, ACCESSIONS, PARTS, REPAIRS, IMPROVEMENTS, REPLACEMENTS AND SUBSTITUTIONS THERETO.

This Schedule A-1 is attached to and made a part of Lease Number 0194887-001 and constitutes a true and accurate description of the equipment.

Sperry Acquisition Corporation

Robert A. Smith March 11, 1994

(Lessee)

(Date)